香港電燈集團有限公司

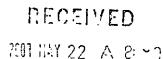
Hongkong Electric Centre, 44 Kennedy Road, Hong Kong. Telephone: 2843 3111 Telex: HX 73071 Cebles: Electric Facsimile: 2537 1013, 2810 0506 Email: mail@hec.com.hk

Please address correspondence to PO Box 915, GPO Hong Kong

Securities & Exchange Commission Office of International Corporate Finance 450 Fifth Street N.W. Washington, D.C. 20549 U.S.A.

> 96 81 - 1 275 1 1/4

Dear Sirs,



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11th May 2007





Hongkong Electric Holdings Limited Rule 12g3-2(b) Materials File No. 82-4086

The following materials are enclosed pursuant to Rule 12g3-2(b)(1)(iii) under the Securities Exchange Act of 1934 (the "Exchange Act"), in connection with the exemption from reporting under that Rule by Hongkong Electric Holdings Limited:

Press Announcement published in the newspapers on 11th May 2007 regarding the Company's Poll Results of Annual General Meeting

Pursuant to Rule 12g3-2(b)(4) and (5), the enclosed materials shall not be deemed "filed" with the Commission or otherwise subject to the liabilities of Section 18 of the Exchange Act, and the furnishing of such materials shall not constitute an admission for any purpose that Hongkong Electric Holdings Limited is subject to the Exchange Act.

Yours faithfully,

Lillian Wong
COMPANY SECRETARY

Enc. LW/jh

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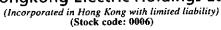
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香港電燈集團有限公司 Hongkong Electric Holdings Ltd.





POLL RESULTS OF THE RESOLUTIONS PROPOSED AT THE ANNUAL GENERAL MEETING

The Company is pleased to announce the results of the poll conducted in respect of the resolutions proposed at the Annual General Meeting of the Company held on 10th May, 2007 ("AGM") as follows:

| | | NO. OF VOTES (%) | | | |
|----|---|----------------------------|--------------------------|--|--|
| | RESOLUTIONS | | AGAINST | | |
| 1. | To receive the Statement of Accounts and the Reports of the Directors and Auditors for the year ended 31st December, 2006. | 1,367,070,669 (99,9928) | 98,238 (0.0072) | | |
| | As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an Ordinary Resolution. | | | | |
| 2. | To declare a final dividend of HK\$1.27 per share. | 1,402,039,246 (99,9999) | 1,100 (0.0001) | | |
| | As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an Ordinary Resolution. | | | | |
| 3. | | 1,395,461,593 (99.5378) | 6,479,584 (0.4622) | | |
| | As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an Ordinary Resolution. | | | | |
| | (b) To elect Mr. Frank John Sixt as a Director. | 1,395,518,256 (99,5415) | 6,428,446 (0.4585) | | |
| | As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an Ordinary Resolution. | | | | |
| 4. | To appoint KPMG as Auditors of the Company and to authorise the Directors to fix their remuneration. | 1,402,119,674 (99.9940) | 84,200 (0.0060) | | |
| | As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an Ordinary Resolution. | | | | |
| 5. | To give a general mandate to the Directors to issue additional shares not exceeding 20% of the issued share capital of the Company. | 869,165,399 (61.9887) | 532,969,499 (38.0113) | | |
| | As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an Ordinary Resolution. | | | | |
| 6. | To give a general mandate to the Directors to repurchase shares not exceeding 10% of the issued share capital of the Company. | 1,402,142,989 (99.9969) | 43,750 (0.0031) | | |
| | As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an Ordinary Resolution. | | | | |
| 7. | To add the number of shares repurchased to the general mandate given to the Directors to issue additional shares. | 987,490,323 (70.4315) | 414,568,352 (29.5685) | | |
| | As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an Ordinary Resolution. | | | | |

^{*} The above percentages are rounded to the nearest four decimal places.

The total number of shares entitling the holders to attend and vote for or against all the resolutions at the AGM is 2,134,261,654 shares. No shareholder was required to vote only against any of the resolutions at the AGM.

Computershare Hong Kong Investor Services Limited acted as scrutineer for the poll at the AGM.

For and on behalf of Hongkong Electric Holdings Limited Lillian Wong Company Secretary Hong Kong, 10th May, 2007

As at the date of this announcement, the Directors of the Company are:

Executive Directors:

Mr. FOK Kin-ning, Canning (Chairman), Mr. TSO Kai-sum (Group Managing Director), Mrs. CHOW WOO Mo-fong, Susan (also alternate to Mr. FOK Kin-ning, Canning and Mr. Frank John SIXT), Mr. Andrew John HUNTER, Mr. KAM Hing-lam, Mr. LEE Lan-yee, Francis, Mr. LI Tzar-kuoi, Victor, Mr. Neil Douglas MCGEE, Mr. Frank John SIXT and Mr. WAN Chi-tin.

Mr. Ronald Joseph ARCULLI, Mr. George Colin MAGNUS and Mr. YEE Lup-yuen, Ewan. Non-executive Directors:

Independent Non-executive Mr. Holger KLUGE, Mr. Ralph Raymond SHEA and Mr. WONG Chung-hin.

Directors:

香港電燈集團有限公司 Hongkong Electric Holdings Ltd.



(於香港註冊成立的有限公司)

(股份代號:0006)

股東週年大會投票表決結果

本公司欣然宣佈於二零零七年五月十日舉行之股東週年大會(「該股東週年大會」)上提呈之議案的投 票表決結果如下:

| | 徽案 | 票數 (%) | | |
|----|---|----------------------------|--------------------------|--|
| | | 登成 | 反對 | |
| 1. | 接納本公司截至二零零六年十二月三十一日止年度之年結及董事 局與核數師報告書· | 1,367,070,669 (99.9928) | 98,238 (0.0072) | |
| | 由於贊成票數超過50%,議案通過為普通決議案。 | | | |
| 2. | 宣派末期股息每股港幣一元二角七分。 | 1,402,039,246 (99,9999) | 1,100 (0.0001) | |
| | 由於贊成票數超過50%,議案通過為普通決議案。 | <u> </u> | | |
| 3. | (a) 選舉李闌意先生為董事。 | 1,395,461,593 (99.5378) | 6,479,584 (0.4622) | |
| | 由於贊成票數超過50%,議案通過為普通決議案。 | | | |
| | (b) 選舉陸法關先生為董事· | 1,395,518,256 (99.5415) | 6,428,446 (0.4585) | |
| | 由於贊成票數超過50%,議案通過為普通決議案。 | | | |
| 4. | 聘請畢馬威會計師事務所為本公司之核數師,並授權董事會釐定 其酬金。 | 1,402,119,674 (99.9940) | 84,200 (0.0060) | |
| | 由於贊成票數超過50%,讓案通過為普通決議案。 | | | |
| 5. | 授權董事發行不超過本公司已發行股本百分之二十之新增股份。 | 869,165,399 (61.9887) | 532,969,499 (38.0113) | |
| ŀ | 由於贊成票數超過50%,議案通過為普通決議案。 | | | |
| 6. | 授權董事購回不超過本公司已發行股本百分之十之股份。 | 1,402,142,989 (99.9969) | 43,750 (0.0031) | |
| | 由於贊成票數超過50%,議案通過為普通決議案。 | | | |
| 7. | 授權董事增發之新股可加上本公司購回之股份數額。 | 987,490,323 (70.4315) | 414,568,352 (29.5685) | |
| | 由於贊成票數超過50%,議案通過為普通決議案。 | | | |

* 以上百份比以小數點後四個位計算。

股東有權出席該股東週年大會並可在會上就所有議案投贊成票或反對票的股份總數為2,134,261,654股。 沒有股束須就任何議案祇投反對票。

香港中央證券登記有限公司擔任該股東週年大會投票表決的監票員。

香港電燈集團有限公司

公司秘查

執行董事:

黄莉華

香港,二零零七年五月十日

於本公佈日期,本公司董事包括:

宿建寧先生(主席)、曹棨森先生(集團董事總經理)、周胡慕芳女士(亦為霍建寧

先生及陸法蘭先生之替任董事)、甄達安先生、甘慶林先生、李蘭意先生、李澤鉅

先生、麥堅先生、陸法蘭先生及尹志田先生。

非執行董事: 夏佳理先生、麥理思先生及汆立仁先生。

獨立非執行董事: 顧浩格先生、佘頌平先生及黄頌顯先生。